

EXHIBIT 1

Declaration of Charles R. Gibbs

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	§	§ Chapter 11
MINING PROJECT WIND DOWN HOLDINGS, INC. (f/k/a Compute North Holdings, Inc.), <i>et al.</i>	§	§ Case No. 22-90273 (MI)
	§	§ (Jointly Administered)
Debtors. ¹	§	§
	§	

**DECLARATION OF CHARLES R. GIBBS IN SUPPORT OF SECOND INTERIM AND
FINAL APPLICATION OF MCDERMOTT WILL & EMERY LLP
FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED
AND REIMBURSEMENT OF EXPENSES INCURRED AS COUNSEL
TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF
MINING PROJECT WIND DOWN HOLDINGS, INC.
(f/k/a COMPUTE NORTH HOLDINGS, INC.), *ET AL.*,
FOR (I) THE SECOND INTERIM PERIOD FROM JANUARY 1, 2023 THROUGH AND
INCLUDING MARCH 31, 2023 AND (II) THE FINAL COMPENSATION PERIOD
FROM OCTOBER 9, 2022 THROUGH MARCH 31, 2023**

I, Charles R. Gibbs, hereby declare that the following statements are true and correct to the best of my knowledge:

¹ The Reorganized Debtors in these chapter 11 cases, along with the last four digits of each Reorganized Debtor's federal tax identification number, include: Mining Project Wind Down Holdings, Inc. (f/k/a Compute North Holdings, Inc.) (4534); Mining Project Wind Down LLC (f/k/a Compute North LLC) (7185); Mining Project Wind Down Corpus Christi LLC (f/k/a CN Corpus Christi LLC) (5551); Mining Project Wind Down Atoka LLC (f/k/a CN Atoka LLC) (4384); Mining Project Wind Down BS LLC (f/k/a CN Big Spring LLC) (4397); Mining Project Wind Down Colorado Bend LLC (f/k/a CN Colorado Bend LLC) (4610); Mining Project Wind Down Developments LLC (f/k/a CN Developments LLC) (2570); Mining Project Wind Down Equipment LLC (f/k/a CN Equipment LLC) (6885); Mining Project Wind Down King Mountain LLC (f/k/a CN King Mountain LLC) (7190); Mining Project Wind Down MDN LLC (f/k/a CN Minden LLC) (3722); Mining Project Wind Down Mining LLC (f/k/a CN Mining LLC) (5223); Mining Project Wind Down Pledgor LLC (f/k/a CN Pledgor LLC) (9871); Mining Project Wind Down Member LLC (f/k/a Compute North Member LLC) (8639); Mining Project Wind Down NC08 LLC (f/k/a Compute North NC08 LLC) (8069); Mining Project Wind Down NY09 LLC (f/k/a Compute North NY09 LLC) (5453); Mining Project Wind Down STHDAK LLC (f/k/a Compute North SD, LLC) (1501); Mining Project Wind Down Texas LLC (f/k/a Compute North Texas LLC) (1883); Mining Project Wind Down TX06 LLC (f/k/a Compute North TX06 LLC) (5921); and Mining Project Wind Down TX10 LLC (f/k/a Compute North TX10 LLC) (4238). The Reorganized Debtors' service address for the purposes of these chapter 11 cases is 2305A Elmen Street, Houston, TX 77019.

1. I am a partner in the law firm of McDermott Will & Emery LLP (“McDermott” or the “Firm”). I am a member in good standing of the Bar of the State of Texas, and am admitted to practice before the Supreme Court of Texas, the United States District Courts for the Northern, Southern, Eastern and Western Districts of Texas and the United States Courts of Appeals for the First, Third, Fourth, Fifth, Eighth and Eleventh Circuits.

2. I have personally performed many of the legal services rendered by McDermott as counsel to the official committee of unsecured creditors (the “Committee”) of Mining Project Wind Down Holdings, Inc. (f/k/a Compute North Holdings, Inc.), *et al.* and am thoroughly familiar with the other work performed on behalf of the Committee by the attorneys and other persons in the Firm.

3. I have read the foregoing *Second Interim and Final Application of McDermott Will & Emery LLP for Allowance of Compensation for Services Rendered and Reimbursement of Expenses Incurred as Counsel to the Official Committee of Unsecured Creditors of Mining Project Wind Down Holdings, Inc. (f/k/a Compute North Holdings, Inc.), et al.* for (I) the Second Interim Period from January 1, 2023 through March 31, 2023 and (II) the Final Compensation Period from October 9, 2022 through March 31, 2023 (the “Application”).² To the best of my knowledge, information, and belief, the statements contained in the Application are true and correct. Moreover, I have reviewed the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of Texas, and submit that the Application substantially complies with such rules. However, to the extent that the Application does not comply in all respects with such rules, I believe that such deviations are not material. McDermott has no agreement, directly or

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Application.

indirectly, and no understanding exists in any form or guise with any person for a division of the compensation herein requested, except that compensation received by McDermott will be shared among McDermott's partners and employees as permitted by Bankruptcy Code section 504.

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Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Executed on May 15, 2023
Dallas, Texas

By: *s/ Charles R. Gibbs*
Charles R. Gibbs